

EXHIBIT 28

Declaration of Frank Edgar

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1. My name is Frank Edgar and I am a professional mixed martial arts fighter. I have been fighting professionally for nearly six years. Currently I am under contract with the UFC and am the UFC Lightweight Champion. I have trained in various disciplines, including wrestling, Brazilian jiu jitsu, boxing and muay thai. Prior to mixed martial arts I wrestled at Clarion University, an NCAA Division 1 program.
2. After fighting for local and regional promotions in my home state of New Jersey, I signed a contract with the UFC. With the UFC I have fought outside of the country in Abu Dhabi, and would fight outside of the country again if the opportunity made sense for me.
3. I have never leveraged one promotion against another in contract negotiations. However, this has to do with the fact that I choose to fight in the UFC and choose not to shop my services as an athlete to another organization.
4. Since joining the UFC my compensation has increased within my contractual agreement(s). Additionally, Zuffa has provided me with discretionary pay outs four times for Fight of the Night performances, as well as certain other bonuses beyond my contract based on my fight performances.
5. Participating in the UFC has also increased my exposure as a mixed martial artist. By fighting in the UFC and being on a main stage, I have gained more recognition and gained sponsorships from companies such as Affliction, TRX, Venom and MMA Elite.
6. The UFC sets itself apart from other promotions in many ways. Their compensation is currently strong and they use more resources than others to promote fights. Additionally, they provide quality insurance to fighters in and outside of competition. As a fighter, I know I can count on the UFC to be professional in the manner in which they handle their events. There are no hiccups, and you can be confident that the events and fights are going to be done the right way.
7. If I so chose, I could fight in other organizations such as Bellator or Shark Fights.
8. I do not believe that Zuffa's purchase of Strikeforce has limited my ability to leverage one promotion against another in contract negotiations if I were to choose to do so. In fact, I just negotiated my best contract yet with the UFC, after its purchase of Strikeforce had taken place.
9. I believe that other organizations and promotions can succeed and compete within mixed martial arts for fighters and sponsors. It is currently happening with Bellator and certain other organizations. The key for any promotion is to treat fighters in the right way by being straight up with them, while making sure fans are attracted to your organization by putting on good fights.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 24th day of September, 2011, in the city of Toronto, ON.


Frank Edgar